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ILLINOIS COMMERCE COMMISSION

STATE OF ILLINOIS

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CHIEF CLERK'S OFFICE

IN RE:

ILLINOIS COMMERCE COMMISSION

On Its Own Motion

v.

MIDAMERICAN ENERGY COMPANY

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DOCKET NO. 01-0382

MOTION FOR PROTECTIVE ORDER

MidAmerican Energy Company ("MidAmerican") respectfully moves the Illinois Commerce Commission ("Commission") for entry of a protective order governing the filing, copying, review, use, and disposition of certain information pertaining to an insurance settlement received by MidAmerican. In support of its motion, MidAmerican states as follows:

1. Section 4-404 of the Public Utilities Act states that the "Commission shall provide adequate protection for confidential and proprietary information furnished, delivered or filed by any person, corporation or other entity." 220 ILCS 5/4-404.

2. Section 200.430 of the Commission's Rules of Practice states that

"At any time during the pendency of a proceeding, the Commissioner or the Hearing Examiner may, on the motion of any person, enter an order to protect the confidential, proprietary or trade secret nature of any data, information or studies." 83 Ill. Adm. Code §200.430(a).

Similarly, Section 200.605 identifies the procedure to be followed in identifying and treating testimony, exhibits, and other documents in hearings which contain confidential or proprietary information or trade secrets. 83 Ill. Adm. Code 200.605.

3. Within the reconciliation period at issue in this proceeding, MidAmerican received proceeds from an insurance settlement it successfully negotiated with one of its insurers. MidAmerican noted the execution of the settlement agreement in Docket No. 00-0442, but this is the first reconciliation period in which the proceeds have been an issue.

4. The insurance settlement in question included MidAmerican's coal tar remediation site located in Illinois. Consequently, it is appropriate to allocate a portion of the proceeds to Illinois and to include such proceeds in MidAmerican's Recovery of Environmental Costs Rider No. 10 (for gas operations) and Recovery of Environmental Costs Rider No. 14 (for electric operations).

5. In addition to including the Illinois portion of the settlement in this reconciliation, MidAmerican, and other Illinois utilities, are to respond in this case to a list of ten questions asked by Commissioner Kretschmer. Two of the ten Questions relate to insurance recoveries and related issues.

6. The Settlement Agreement and Release is confidential—both as to its precise contractual terms and its operation. Contractually, the pertinent provision is, in part, as follows:

Confidentiality: This Agreement and Release, all of the terms and information contained herein, all of the negotiations leading to it, all of the communications generated pursuant to it, and the implementation thereof (collectively, "Confidential Compromise Material"), shall be kept strictly confidential and shall not be disclosed to any person, corporation or other entity not a Party to this

Agreement and Release except (i) in response to a judicial order compelling disclosure or as may otherwise be required by law or regulation or be necessary to defend or assert claims by or against any party hereto in a judicial proceeding.

Consequently, from a contractual perspective, MidAmerican is compelled to maintain the strict confidentiality of the Settlement Agreement and Release. The requirements and obligations of the Public Utilities Act and the Commission's regulations require MidAmerican to provide such information as may be necessary to comply with the Commission's orders in this proceeding, but such should be done only under the most stringent application of the Commission's rules on confidentiality.

7. From an operational perspective, it is also imperative that the Settlement Agreement and Release, the terms and information contained therein, and its implementation be accorded full and complete confidential treatment. The release of such information to the public would have a profound chilling effect on MidAmerican's ongoing efforts to negotiate additional agreements. Such a result would be contrary to the best interests of MidAmerican and its customers.

8. MidAmerican requests all information concerning the Settlement Agreement and Release, as presently set forth in the testimony and exhibits of MidAmerican witness Krueger and as may be later provided in this proceeding, be accorded confidential treatment. The information for which confidential treatment is sought has been separated from the remainder of the filing and has been clearly marked as "CONFIDENTIAL." A public redacted version of such information is also being filed. MidAmerican further requests that no references to such information be made in briefs, arguments, testimony, or at hearing by any party except in accordance with the Commission's rules and orders on confidentiality.

9. The Settlement Agreement and Release does not contain an expiration clause. Consequently, in accordance with Section 200.430(b), MidAmerican requests an appropriate protective order be issued in perpetuity.

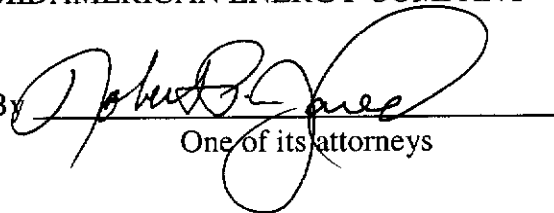
10. Accompanying this Motion for Protective Order is a Verification from an officer of MidAmerican attesting to the accuracy of the information stated herein.

WHEREFORE, MidAmerican Energy Company requests the Commission grant the relief requested herein and issue an appropriate Protective Order.

Respectfully submitted,

MIDAMERICAN ENERGY COMPANY

By



One of its attorneys

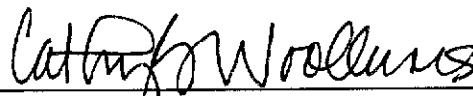
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VERIFICATION


STATE OF IOWA)
) ss.
COUNTY OF SCOTT)

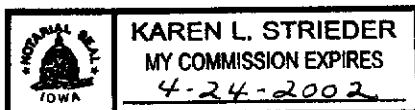
I, Cathy S. Woollums, being first duly sworn on oath, depose and state that I am Vice President-Environmental Services and an officer of MidAmerican Energy Company.

I further depose and that that I have read the Motion for Protective Order of MidAmerican Energy Company and am familiar with the contents thereof. I further state that the information contained in the Motion for Protective Order is true and correct to the best of my knowledge and belief.


Cathy S. Woollums

Subscribed and sworn to before me,
a Notary Public in and for Scott County,
Iowa, this 9th day of July, 2001.

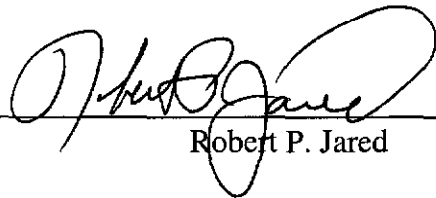

Notary Public



CERTIFICATE OF SERVICE

I hereby certify that I have on this 9th day of July, 2001, served the foregoing document upon the following person in accordance with the rules of the Illinois Commerce Commission.

Burma C. Jones
Illinois Commerce Commission
527 East Capitol Avenue
Springfield, Illinois 62701



Robert P. Jared